

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

STAMP RETURN
Approved by OMB

3060-0589

Page No 1 of 1

(1) LOCKBOX #

358115

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

Morrison & Foerster, LLP

(3) TOTAL AMOUNT PAID (U.S. Dollars and

815.00

(4) STREET ADDRESS LINE NO. 1

2000 Pennsylvania Avenue, N.W., Suite 5500

(5) STREET ADDRESS LINE NO. 2

(6) CITY

Washington

(7) STATE

DC

(8) ZIP CODE

20006

(9) DAYTIME TELEPHONE NUMBER (include area code)

(202) 887-1500

(10) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

0003775962

(12) PAYER (TIN)

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME

VoiceStream Wireless Corporation

(14) STREET ADDRESS LINE NO. 1

3650 131st Avenue, S.E., Suite 200

(15) STREET ADDRESS LINE NO. 2

(16) CITY

Bellevue

(17) STATE

WA

(18) ZIP CODE

98006

(19) DAYTIME TELEPHONE NUMBER (include area code)

(425) 653-4600

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

(22) APPLICANT (TIN)

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

ITC-214-20000727-00441

(24A) PAYMENT TYPE CODE

CUT

(25A) QUANTITY

1

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

815.00

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to
the best of my knowledge, information and belief. SIGNATURE _____ DATE _____

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION

☐ MASTERCARD

☐ VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

SIGNATURE _____

DATE _____

DETACH AND RETAIN THIS STATEMENT

5300314

MORRISON & FOERSTER LLP

Vendor Number 017056 Ref #
FEDERAL COMMUNICATIONS COMMISSION
INVOICE DATE AMOUNT
RQ398863 09/18/00 815.00

INVOICE

Check Number 5300314
Check Date 09/18/00
DATE AMOUNT

Filing Fee for Section 214 Transfer
of Control Application

\$ 815.00

TOUCH OR RUB TOUCHSAFE™ AREA TO SEE VALID AND VERIFY AUTHENTICITY

MORRISON & FOERSTER LLP
WASHINGTON D.C. OFFICE
300 PENNSYLVANIA AVE., N.W., SUITE 9500
WASHINGTON, D.C. 20006-1888
(202) 687-1500

WARNING:
HOLD AT AN ANGLE TO VERIFY
BACKGROUND WORDS "SAFE" ON
FRONT AND A WATERMARK ON BACK.

BANK OF AMERICA
COMMUNITY DEVELOPMENT BANK

90-4182
1211

5300314
5300314

PAY
EIGHT HUNDRED FIFTEEN AND NO/100 DOLLARS

09/18/00

*****815.00

TO THE
ORDER OF
FEDERAL COMMUNICATIONS COMMISSION

Patent #5,636,874

TouchSafe™

By:

John P. Huey MP
AUTHORIZED SIGNATURE

AUTHORIZED SIGNATURE

⑈5300314⑈ ⑆121141822⑆ 73136⑈01356⑈

MORRISON & FOERSTER LLP

SAN FRANCISCO
LOS ANGELES
PALO ALTO
WALNUT CREEK
SACRAMENTO
OPLAND COUNTY
SAN DIEGO
DENVER

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NEW YORK
BUENOS AIRES
LONDON
BRUSSELS
BEIJING
HONG KONG
SINGAPORE
TOKYO

September 18, 2000

Writer's Direct Dial Number
(202) 887-8745

Via Mellon Bank

Federal Communications Commission
IB Telecommunications Division
P.O. Box 358115
Pittsburgh, PA 15251-5115

Re: Consent to Transfer Control Section 214 Authorization
Powertel, Inc. (Transferor)
VoiceStream Wireless Corporation (Transferee)
ITC-214-20000727-00441

To Whom It May Concern:

On behalf of VoiceStream Wireless Corporation ("VoiceStream"), we are enclosing for filing an original and five paper copies of an application requesting Commission consent to the transfer of control of a Section 214 authorization currently held by Powertel, Inc. ("Powertel") from Powertel to VoiceStream. This application should be associated with related applications for Commission consent to Powertel's merger with VoiceStream being filed concurrently herewith. See Lead Application, Powertel Kentucky Licenses, Inc., FCC ULS File No. 0000216260.

Enclosed is a check in the amount of \$815.00 to cover the prescribed FCC filing fee. Kindly, date stamp the enclosed duplicate copy as received and return it for our records in the attached envelope.

MORRISON & FOERSTER LLP

September 18, 2000
Page Two

Please contact undersigned counsel should you have questions regarding the transferee's portion of the application. Any questions regarding transferor's portion of the application should be directed to Mr. John P. Madison, counsel to Powertel, at (202) 955-9779.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Louis Gurman".

Louis Gurman
*Counsel to VoiceStream Wireless
Corporation*

Enclosure

cc: Mr. John P. Madison

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)	
)	
POWERTEL, INC.,)	
)	
Transferor,)	FCC File No. _____
)	
and)	
)	
VOICESTREAM WIRELESS)	
CORPORATION,)	
)	
Transferee,)	
)	
Application for Authority Under Section)	
214 of the Communications Act of 1934,)	
as Amended, to Transfer Control of)	
Powertel, Inc. to VoiceStream Wireless)	
Corporation.)	

**APPLICATION TO TRANSFER CONTROL OF
INTERNATIONAL SECTION 214 AUTHORIZATION**

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.18(e)(3) of the Commission's rules, 47 C.F.R. § 63.18(e)(3), Powertel, Inc. ("Powertel") and VoiceStream Wireless Corporation ("VoiceStream"), hereby respectfully request Commission consent to transfer control of the international global resale authorization held by Powertel and its licensee subsidiaries, FCC File No. ITC-21420000727-00441, to VoiceStream.¹

¹ Concurrently herewith, Powertel is submitting a letter to the Commission notifying it that the following licensee subsidiaries are covered by Powertel's Section 214 authorization: Powertel Birmingham Licenses, Inc.; Powertel Jacksonville Licenses, Inc.; Powertel Kentucky Licenses, Inc.; Powertel Knoxville Licenses, Inc.; Powertel Memphis Licenses, Inc.; Powertel Nashville Licenses, Inc.

On August 26, 2000, Powertel and VoiceStream entered into an Agreement and Plan of Reorganization that, on consummation, would render Powertel a wholly-owned subsidiary of VoiceStream. Closing on this transaction is contingent upon termination of a proposed merger between Deutsche Telekom AG ("DT") and VoiceStream pursuant to an Agreement and Plan of Merger entered into on July 23, 2000. A related Agreement and Plan of Merger between DT and Powertel was entered into on August 26, 2000. In connection with its proposed mergers with VoiceStream and Powertel, respectively, DT is filing two parallel sets of applications seeking consent to transfers of control of VoiceStream and Powertel from their respective shareholders to DT. In the event that the Commission approves the VoiceStream/DT transfer of control, the instant transfer of control from Powertel to VoiceStream will not occur and the parties will withdraw the instant application. However, should the Commission not approve the transfer of control of VoiceStream to DT, the instant transfer of Powertel to VoiceStream will occur following the FCC's consent. Accordingly, it is respectfully requested that grant of the subject application be processed simultaneously with the VoiceStream/DT transfer of control applications.

The instant application is one of several applications being filed as a result of the proposed Powertel/VoiceStream reorganization. A detailed description of the reorganization is set forth in the Application for Transfer of Control attached to the Lead Application.^{2/} Approval of the instant transfer of control will serve the public interest, convenience and necessity for the reasons set forth therein. Furthermore, in accordance with Section 63.18 of the Commission's rules, 47 C.F.R. § 63.18, it is respectfully shown as follows:

- (a) Transferor's name, address, and telephone number:

Powertel, Inc.
1239 O.G. Skinner Drive
West Point, Georgia 31833
(706) 645-2000

Transferee's name, address, and telephone number:

VoiceStream Wireless Corporation
3650 131st Avenue, S.E., Suite 200
Bellevue, Washington 98006
(425) 653-4600

- (b) Powertel is a Delaware corporation headquartered in West Point, Georgia. VoiceStream is a Delaware corporation headquartered in Bellevue, Washington.
- (c) Correspondence concerning this application should be sent to:

For Powertel:

Jill Dorsey
Vice President/General Counsel
Powertel, Inc.
1239 O.G. Skinner Drive
West Point, Georgia 31833
(706) 645-2000

With a Copy to

Edward A. Yorkgitis, Jr.
Paul G. Madison
Kelley Drye & Warren LLP
1200 19th Street, N.W., Suite 500
Washington, D.C. 20036
(202) 955-9779

For VoiceStream:

Brian T. O'Connor
Vice President, Legislative and Regulatory Affairs
1300 Pennsylvania Avenue, N.W.
Suite 700
Washington, D.C. 20004
(202) 204-3099

^{2/} See Application of Powertel, Inc. and VoiceStream Wireless Corporation, Lead Application, FCC File Number 0000216260.

With a Copy to:

Louis Gurman

Morrison & Foerster LLP

2000 Pennsylvania Avenue, N.W., Suite 5500

Washington, D.C. 20006-1888

(202) 887-1500

- (d) Powertel received a global resale Section 214 authorization in FCC File No. ITC-214-20000727-00441 (effective Aug. 18, 2000). Powertel's authorization is the subject of this request.

VoiceStream and several of its subsidiaries have previously received authority under Section 214 of the Communications Act to resell international switched communications services, as follows:

On February 15, 2000, the Commission approved the transfer of control of Omnipoint Corporation ("Omnipoint") to VoiceStream. Omnipoint is now a wholly owned subsidiary of VoiceStream.^{3/} Subsequently, Omnipoint Communications, Inc. ("OCI") transferred its Section 214 authorization to VoiceStream on March 20, 2000.^{4/} OCI originally received this global international resale authority in File No. ITC-214-19960930-00473 (effective Nov. 12, 1996).^{5/}

^{3/} See *Applications of VoiceStream Wireless Corp. and Omnipoint Corp., Transferors, and VoiceStream Wireless Holding Co., Cook Inlet/VS GSM II PCS, LLC, or Cook Inlet/VS GSM III PCS, LLC, Transferees et. al.*, Memorandum Opinion and Order, 15 FCC Rcd 4722 (2000).

^{4/} See Letter from Louis Gurman, Counsel to VoiceStream Wireless Corporation, to Magalie Roman Salas, Secretary, Federal Communications Commission (filed Mar. 20, 2000).

^{5/} VoiceStream Wireless Corporation provides service through a number of wholly owned subsidiaries as permitted by Section 63.21(i) of the Commission's Rules, 47 C.F.R. § 63.21(i). The Commission was provided with a list of those wholly owned subsidiaries operating under VoiceStream Wireless Corporation's authorization (File No. ITC-214-19960930-00473) on March 22, 2000. See Letter from Louis Gurman, Counsel to VoiceStream Wireless Corporation, to Magalie Roman Salas, Secretary, Federal Communications Commission (filed Mar. 22, 2000) (copy attached as Attachment F). Those subsidiaries are Omnipoint Communications, Inc., Omnipoint Corporation, Omnipoint Communications Cap Operations, LLC, Omnipoint Albany-Schenectady-Glen Falls E License, LLC, Omnipoint Boston Area DE License, LLC, Omnipoint Boston D License, LLC, Omnipoint Boston-Keene D License, LLC, Omnipoint Buffalo Area DE License, LLC, Omnipoint Buffalo-Olean D License, LLC, Omnipoint DC Area DE License, LLC, Omnipoint DC-Salisbury D License, LLC, Omnipoint Little Rock-El Dorado E License, LLC, Omnipoint MI-Indiana-Findlay D License, LLC, Omnipoint MI-Indiana-Lima D License, LLC, Omnipoint Miami E License, LLC, Omnipoint New England DE License, LLC, Omnipoint New York D License, LLC, Omnipoint Petoskey D License, LLC, Omnipoint St. Louis DE License, LLC, Omnipoint Wichita-E. Huchison E License, LLC, Omnipoint Philadelphia-E.

The following authorized Omnipoint subsidiaries (indirectly owned by VoiceStream following consummation of Omnipoint/VoiceStream transfer) also hold global resale authorizations:

- Omnipoint Communications C Operations, LLC received authority to provide global resale services in File No. ITC-214-19970804-00463 (effective Sept. 19, 1997).
- Omnipoint Communications DEF Operations, LLC received authority to provide global resale services in File No. ITC-214-19970908-00541 (effective Oct. 22, 1997).
- Omnipoint Communications MB Operations, LLC received authority to provide global resale services in File No. ITC-214-19970908-00542 (effective Oct. 22, 1997).
- Omnipoint Communications Midwest Operations, LLC received authority to provide global resale services in File No. ITC-214-19980203-00068 (effective Mar. 25, 1998).
- D&E/Omnipoint Wireless Joint Venture, L.P. (50 percent owned by VoiceStream) received authority to provide global resale services in File No. ITC-214-19980807-00546 (effective Oct. 2, 1998).

In addition, on March 31, 2000, the Commission approved the transfer of control of Aerial Communications, Inc. ("Aerial") to VoiceStream.⁴ Aerial is now a wholly owned subsidiary of VoiceStream. Aerial received authority to provide global resale services in File No. ITC-214-19970626-00352 (effective Aug. 20, 1997).

- (e) No response required.
- (f) No response required.
- (g) No response required.

Lancaster E License, LLC, Omnipoint MI-Indiana Area DE License, LLC, VoiceStream PCS Holding, LLC, VoiceStream PCS I License L.L.C., VoiceStream PCS II License Corporation, VoiceStream PCS III License Corporation, VoiceStream SMR Corporation, VoiceStream PCS LMDS Corporation, VoiceStream PCS BTA I License Corporation, and VoiceStream Washington Corporation.

⁴ See *Applications of Aerial Communications, Inc., Transferor, and VoiceStream Wireless Holding Corp., Transferee*, Memorandum Opinion and Order, WT Docket No. 00-3, DA 00-730, ¶ 44 (rel. Mar. 31, 2000).

(h) Concurrently herewith, VoiceStream is submitting an updated Ownership Information Report (FCC Form 602) to the Commission. The following represent VoiceStream's 10 percent or greater interest holders:

- As explained below, a recent investment and acquisition of preferred stock by DT, if converted to common stock, would add DT to VoiceStream's list of current disclosable interest holders. DT, a corporation organized under the laws of the Federal Republic of Germany, is headquartered at Friedrich-Ebert-Allee 140, 53113 Bonn, Germany. DT currently holds 3,906,250 shares of VoiceStream's preferred stock which may be voted on a 1:1 basis with VoiceStream common stock. DT's preferred stock constitutes approximately 1.79 percent of the voting interests and 11.49 percent of the equity in VoiceStream. Such stock is convertible at DT's option to 31,250,000 shares of VoiceStream common stock only in the event that its proposed merger with VoiceStream is terminated. If such shares are converted to common, such shares would constitute approximately 11.49 percent of VoiceStream's issued and outstanding shares.² Upon conversion, DT would have the right to appoint two members to VoiceStream's Board of Directors, which would then consist of nineteen members, including the two DT appointees. DT provides local, long distance, mobile telephony, Internet, data, cable television, and other telecommunications and information services in Germany and other foreign countries. Pursuant to Section 214 of the Communications Act, DT is also authorized to provide facilities-based and resale services between the U.S. and certain other countries. These services are described in greater detail in the DT-VoiceStream merger application filed concurrently herewith.³
- HTPCSL, a British Virgin Islands corporation, owns or holds the right to own 55,899,252 shares of common stock (29,671,666 shares of presently held common plus 26,227,586 additional common shares upon conversion of 7,606 shares of non-voting junior preferred) or a 20.56 percent beneficial interest in VoiceStream.² Currently HTPCSL's voting interest is 13.59 percent. HTPCSL's primary business is to hold stock in VoiceStream. HTPCSL is a wholly-owned

² The percentages listed below are based on a denominator that includes DT's shares on an as-converted basis.

³ The authorized contact for DT in the United States is Hans-Willi Hefekäuser, 1020 19th Street, N.W., Suite 850, Washington, D.C. 20036.

² These figures include shares held by HTPCSL's affiliate, Hutchison Telecommunications Holdings (USA) Limited ("HTHL").

subsidiary of Hutchison Whampoa Limited ("Hutchison"), a Hong Kong limited liability holding company. HTPCSL, HTHL, and Hutchison are located at Hutchison House, 10 Harcourt Road, Hong Kong.¹⁰ Hutchison is principally engaged in seven core businesses: telecommunications, property, ports, retail, manufacturing, energy and infrastructure. It holds telecommunications interests in Hong Kong, Great Britain, and southeast Asia. Aside from its interest in VoiceStream, however, it holds no other interests in FCC-regulated businesses.

- TDS, a Delaware corporation, currently holds 35,570,494 shares of VoiceStream common stock or a 13.08 percent beneficial and voting interest. TDS's principal offices are located at 30 North LaSalle Street, Chicago, Illinois 60602. TDS is a diversified telecommunications company with cellular and wireline telephone operations. TDS conducts substantially all of its cellular operations through its 80.7 percent-owned subsidiary, United States Cellular Corporation ("US Cellular"). US Cellular is a publicly traded company with U.S. operations covering 145 managed markets in 26 states (serving 2,602,000 customers as of December 31, 2000). TDS conducts substantially all of its wireline telephone business through its wholly-owned subsidiary, TDS Telecommunications Corporation ("TDS Telecom"). As of December 31, 1999, TDS Telecom operated 104 Incumbent Local Exchange Carrier telephone companies serving 571,700 access lines in 28 states. TDS Telecom also offers services as a Competitive Local Exchange Carrier serving 74,100 access lines.
- VoiceStream is also disclosing the following officers and directors because they either represent (but do not control) shareholder interests of 10 percent or greater on VoiceStream's Board of Directors or because they are key management personnel within VoiceStream:
 - Canning K.N. Fok and Hans R. Snook -- Messrs. Fok and Snook are members of VoiceStream's Board of Directors. Mr. Fok is Hutchison's Group Managing Director. Mr. Snook is the Managing Director of Orange plc, an affiliate of Hutchison, and a director of another Hutchison affiliate. Messrs. Fok and Snook are citizens of the United Kingdom; the principal business office of each is located at Hutchison House, 10 Harcourt Road, Hong Kong. As officers of Hutchison and affiliates thereto, each

¹⁰ The authorized contact for Hutchison, HTPCSL and HTHL in the United States is David Leach, Dewey Ballantine LLP, 1775 Pennsylvania Avenue, N.W., Washington, D.C. 20006-4605.

represents VoiceStream common stock held by HTPCSL and HTHL and, indirectly, by Hutchison.

- Susan M.F.W. Chow and Frank J. Sixt -- Ms. Chow and Mr. Sixt became members of VoiceStream's Board of Directors following the Omnipoint merger. Both also serve as Executive Directors of Hutchison, Executive Directors of Cheung Kong Infrastructure Holdings Limited, and Directors of Hongkong Electric Holdings Limited, tom.com Limited, and Partner Communications Company Limited. Additionally, Mr. Sixt serves as Director of Cheung Kong (Holdings) Limited and Hutchison Telecommunications (Australia) Limited. Ms. Chow and Mr. Sixt are citizens of Hong Kong and Canada, respectively; the principal business office of each is located at Hutchison House, 22nd Floor, 10 Harcourt Road, Hong Kong. As officers of Hutchison and affiliates thereto, each represents VoiceStream common stock held by HTPCSL and HTHL and, indirectly, by Hutchison.
- John W. Stanton -- Mr. Stanton is Chairman of VoiceStream's Board of Directors and its Chief Executive Officer. He is a United States citizen with principal business offices at 3650 131st Avenue, S.E., Suite 400, Bellevue, Washington 98006.
- Robert R. Stapleton -- Mr. Stapleton is VoiceStream's President and a member of its Board of Directors. He is a United States citizen with principal business offices at 3650 131st Avenue, S.E., Suite 400, Bellevue, Washington 98006.

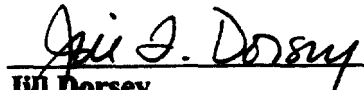
A list of VoiceStream's interlocking directorates is attached as Attachment A hereto.

- (i) VoiceStream hereby certifies that it is not affiliated with any foreign carrier.
- (j) (j)(1) This question is not applicable. VoiceStream is not a foreign carrier.
(j)(2) This question is not applicable. VoiceStream is not a foreign carrier nor does it control a foreign carrier.
(j)(3) No entity owns more than 25 percent of VoiceStream. No entity that owns a foreign carrier controls VoiceStream.

- (j)(4) No foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) This section is not applicable. VoiceStream is not affiliated with any foreign carrier.
 - (l) This section is not applicable. VoiceStream is not a foreign carrier and is not affiliated with any foreign carrier.
 - (m) VoiceStream is not affiliated with any foreign carrier, under 47 C.F.R. § 63.10(a)(1), and it is presumptively non-dominant for the provision of international services.
 - (n) VoiceStream certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier concerning any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
 - (o) VoiceStream certifies that no party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
 - (p) VoiceStream does not request streamlined processing of this application.

Wherefore, the applicants respectfully submit that the present and future public convenience and necessity will be served by the grant of this transfer of control application. The parties certify that the statements contained in the foregoing are true, correct, and complete to the best of their knowledge, information, and belief. Accordingly, the applicants respectfully request that the Commission grant this Application.

Respectfully submitted,



Jill Dorsey
Vice-President/General Counsel
Powertel, Inc.
1239 O.G. Skinner Drive
West Point, Georgia 31833
(706) 645-2000

Of Counsel:

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Brian T. O'Connor

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Of Counsel:

Louis Gurman
Doane F. Kiechel
Morrison & Foerster, LLP
2000 Pennsylvania Avenue, N.W., Suite 5500
Washington, D.C. 20006
(202) 887-1500

Dated: September 18, 2000

ATTACHMENT A
Interlocking Directorates of VoiceStream

The following officers or directors of the VoiceStream Carriers also serve as officers or directors of foreign common carriers:

John W. Stanton – Director, Chairman, CEO, VoiceStream

- Director – Microcell Telecommunications, Inc. (Canada)
- Director – 360Networks Inc. (Canada)
- Director – Meteor Mobile Communications Limited (Ireland)

Robert R. Stapleton – Director, President, VoiceStream

- Director – Microcell Telecommunications, Inc. (Canada)

Canning K.N. Fok – Director, VoiceStream

- Group Managing Director – Hutchison Whampoa Limited (Hong Kong)
- Chairman – Orange plc (United Kingdom)
- Director and Chairman – Partner Communications Company, Ltd. (Israel)
- Director – Sterling Cellular Limited (India)
- Director – Hutchison Global Crossing Limited
- Chairman – Hutchison Telecommunications (Australia) Limited
- Director – Hutchison Max Telecom Limited
- Chairman – Hutchison Telephone Company Limited
- Director – Hutchison Telephone Pty. Limited

Jonathan M. Nelson – Director, VoiceStream

- Director – AT&T Canada

James N. Perry, Jr. - Director, VoiceStream

- Director – Clearnet Communications, Inc. (Canada)
- Director – Completel (France)
- Director – Band-X Limited (United Kingdom)
- Director – Pangea Ltd. (Bermuda)

Hans R. Snook – Director, VoiceStream

- Group Director and CEO – Orange plc (United Kingdom)
- Director – Partner Communications Company, Ltd. (Israel)
- Director – Hutchison Telecommunications (Thailand) Co., Ltd.

Susan M.F. Woo Chow - Director, VoiceStream

- Director – Orange plc (United Kingdom)
- Deputy Group Managing Director – Hutchison Whampoa Limited (Hong Kong)
- Executive Director – Cheung Kong Infrastructure Holdings
- Director – Partner Communications Company, Ltd. (Israel)
- Director – Hutchison Global Crossing Limited

- Director – Hutchison Global Net Limited
- Director – Hutchison Telecommunications Technology Investments Limited
- Director – Hutchison Telephone Company Limited
- Director – Hutchison Telephone Pty. Limited
- Director – Hutchison 3G UK Limited
- Director – Lanka Cellular Services (Private) Ltd.

Frank J. Sixt – Director, VoiceStream

- Executive Director – Hutchison Whampoa Limited (Hong Kong)
- Director – Orange plc (United Kingdom)
- Director – Cheung Kong (Holdings) Limited
- Executive Director – Cheung Kong Infrastructure Holdings Limited
- Director – Hutchison Global Crossing Limited
- Director – Hutchison Max Telecom Limited
- Director – Hutchison Telecommunications (Australia) Limited
- Director – Hutchison Telecommunications Technology Investments Limited
- Director – Hutchison Telephone Company Limited
- Director – Hutchison Telephone Pty. Limited
- Director – Hutchison 3G UK Limited
- Director – Lanka Cellular Services (Private) Ltd.
- Director – Partner Communications Company Ltd.
- Director – Sterling Cellular Limited (India)
- Director – Usha Martin Telekom Limited

Kaj-Erik Relander – Director, VoiceStream

- Deputy CEO – Sonera Corporation (Finland)
- Director – Turkcell Iletisim Hizmetleri A.S. (Turkey)